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Account Number : 110450000714  
Phone : (850)222-1173  
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REF# 0631.1139

**FOREIGN PROFIT QUALIFICATION**

**CALYPSO CHARTER CRUISES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
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FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

December 5, 2002

CORPORATE & CRIMINAL RESEARCH SERVICES

SUBJECT: CALYPSO CHARTER CRUISES, INC.  
REF: W02000034146

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- 1. Calypso Charter Cruises Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
- 2. New York 3. 52-2384010  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
- 4. October 23, 2002 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- 6. upon qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
- 7. 225 West 34th Street, Suite 2002, New York, NY 10122  
(Principal office address)
- same as above  
(Current mailing address)

8. any lawful activity for which foreign corporations may be authorized to transact in Florida  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: NRAI Services, Inc.

Office Address: 525 E. Park Ave.

Tallahassee, Florida 32301  
(City) (Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

By: Delia Taliento  
(Registered agent's signature) DELIA TALIENTO, ASST Secy

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12. Name and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Frank Giordano, Jr (sole director)

Address: 225 West 34th Street, Suite 2002

New York, NY 10122

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Frank Giordano, Jr.

Address: 225 West 34th Street, Suite 2002

New York, NY 10122

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_


Secretary: Frank Giordano, Jr.

Address: 225 West 34th Street, Suite 2002, New York, NY 10122

Treasurer: Frank Giordano, Jr.

Address: 225 West 34th Street, Suite 2002, New York, NY 10122

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Frank Giordano, Jr., President  
(Typed or printed name and capacity of person signing application)

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**State of New York } ss:  
Department of State**

I hereby certify, that the Certificate of Incorporation of CALYPSO CHARTER CRUISES INC. was filed on 10/23/2002, with perpetual duration, and that a diligent examination has been made of the Corporate Index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

I further certify, that no other documents have been filed by such Corporation.



\*\*\*

Witness my hand and the official seal of the Department of State at the City of Albany, this 03rd day of December two thousand and two.

A handwritten signature in black ink, appearing to read "K. A. D. S.", written over a horizontal line.

Secretary of State